

HELM

FINANCIAL CORPORATION

EEB Surface Properties, Suite 1800 • San Francisco, CA 94111

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www.helm.com

November 13, 2007

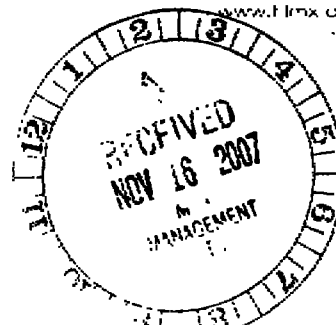
RECORDATION NO. 24947-A FILED

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SURFACE TRANSPORTATION BOARD

Mr. Vernon Williams
Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001



RE: Termination of Schedule to Master Lease dated as of August 20, 2007 by Helm Financial Corporation ("Termination").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Full Termination.

In connection with the recording of the Full Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation
505 Sansome Street, Suite 1800
San Francisco, CA 94111

Name and Address of Lessee: Cemex Mexico S.A. de C.V.
Ave. Constitucion 444 Pte
Monterrey, NL, Mexico
CP 64000

Equipment: 27 Open Top Hoppers
HCSX 123, 132, 137; HLMX 81504-81552 (Not Inclusive)
HLMX 84123 and 85015

Please record this Termination as a supplemental agreement to STB Recordation No. 24947 filed on May 10, 2004. The filing fee of \$35.00 is included in our enclosed check.

Summary: Termination of Schedule to Master Lease dated as of November 13, 2007 by Helm Financial Corporation for 27 open top hopper railcars, HCSX 123, 132, 137; HLMX 81504-81552 (Not Inclusive); HLMX 84123 and 85015, to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 24947.

Yours truly,

Sharon L. Van Fossan
Supervisor Contract Administration

/svf
Enclosures (2)

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TERMINATION OF SCHEDULE TO MASTER LEASE SURFACE TRANSPORTATION BOARD

THIS TERMINATION OF SCHEDULE TO MASTER LEASE ("Termination") is dated as of **NOVEMBER 13, 2007** by **HELM FINANCIAL CORPORATION**, a California corporation ("**Lessor**").

WHEREAS, Lessor entered into the Master Lease Agreement dated as of April 13, 2000 ("**Master Lease**") and Schedule No. 4 thereto dated as of April 1, 2003 ("**Schedule No. 4**"), with **Cemex Mexico S.A. de C.V.**, a Mexican corporation, with respect to the railcars as described in Schedule A attached hereto ("**Units**"); and

WHEREAS, with respect to Schedule No. 4, a Certificate of True Copy of the Memorandum of Schedule No. 4 was filed with the Surface Transportation Board of the Department of Transportation ("**STB**") under STB Recordation No 24947 on May 10, 2004; and

WHEREAS, the Schedule No. 4 to the Master Lease was terminated on September 30, 2007; and

WHEREAS, Lessor desires to execute this Termination to evidence for the public record the termination of the Schedule No. 4.

NOW THEREFORE, in consideration of the premises, Lessor does hereby acknowledge and confirm:

1. Termination of Schedule to Master Lease. Lessor hereby declares for the public record that Schedule No. 4 to the Master Lease and any other documents filed under STB Recordation No. 24947 are hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Full Termination of Schedule to Master Lease to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

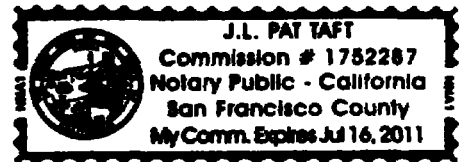
By: Courtney A. O'H. Williams
Name: Courtney A. O'H. Williams
Title: President and Chief Operating Officer

STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On November 15th, 2007 before me, J. L. Pat Taft, personally appeared Courtney A. O'H. Williams, President and COO of Helm Financial Corporation, personally known to me (or ~~proved to me on the basis of satisfactory evidence~~) to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(ies), and that by his/~~her/their~~ signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal. '

Signature J. L. Pat Taft



(Seal)

SCHEDULE A

To the Termination of Schedule to Master Lease Dated November 13, 2007

Description of the Units: Twenty-seven (27) open top hopper railcars.

Unit Mark and Numbers:

HCSX 123
HCSX 132
HCSX 137
HLMX 81504
HLMX 81505
HLMX 81506
HLMX 81508
HLMX 81510
HLMX 81513
HLMX 81516
HLMX 81518
HLMX 81519
HLMX 81526
HLMX 81527
HLMX 81533
HLMX 81535
HLMX 81536
HLMX 81537
HLMX 81539
HLMX 81542
HLMX 81545
HLMX 81546
HLMX 81547
HLMX 81550
HLMX 81552
HLMX 84123
HLMX 85015